

**AMENDMENT TO THE SPECIFICATION**

**Please replace the paragraph starting on page 6, line 23 and ending on page 7, line 13 with the following replacement paragraph:**

Turning now to the drawings, an embodiment of the present invention is shown in Figure 3. Figure 3 shows a memory element 100. A semiconductor substrate 110 is provided. The substrate 110 may include bitlines as well as wordlines used to access the memory element. A layer ~~110~~ 120 of a conductive material is formed over the substrate 110. The layer 120 of conductive material forms a first electrode for the memory element (in this case the first electrode is a bottom electrode). The conductive material used for layer 120 may be any conductive material. Examples of conductive materials include titanium-tungsten, tungsten, tungsten silicide, molybdenum, titanium nitride, titanium carbon-nitride, titanium aluminum-nitride, titanium silicon-nitride, and carbon. Other examples of conductive materials include n-type doped polysilicon, p-type doped polysilicon, p-type doped silicon carbon alloys and/or compounds, n-type doped silicon carbon alloys.

**Please replace the paragraph beginning on page 14, line 16 and ending on page 14, line 23 with the following replacement paragraph:**

Referring again to Figure 3, when a voltage is applied across the memory element 100 by the first and second electrodes 120, 160, a significant portion of the applied voltage appears across the threshold switching material 150. (As noted above, the memory material 130 is preferably deposited in its low resistance state so that the voltage drop across the memory material 120 130 is thus very small and most of the voltage drop occurs across threshold material 150).